

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:	)	
	)	Case No. 08-35653-KRH
CIRCUIT CITY STORES, INC., et al.,	)	Chapter 11
	)	
Debtors.	)	(Jointly Administered)

**OBJECTION TO DEBTORS' MOTION FOR ENTRY OF ORDER PURSUANT TO  
BANKRUPTCY CODE SECTIONS 105, 363 and 365 (I) ASSUMING THE AGENCY  
AGREEMENT AMONG THE DEBTORS, HILCO MERCHANT RESOURCES, LLC  
AND GORDON BROTHERS RETAIL PARTNERS, LLC, AND (II) AUTHORIZING  
THE DEBTORS TO CONTINUE AGENCY AGREEMENT SALES PURSUANT TO  
STORE CLOSING AGREEMENT**

Generation One and Two, LP; Cohab Realty, LLC; Kimco Realty Corp.; Chung Hee Kim (Ridgehaven Plaza Shopping Center); CC-Investors 1995-6; Union Square Retail Trust; Gateway Center Properties III, LLC and SMR Gateway III, LLC as tenants in common; Whitestone Development Partners, L.P.; KRG Market Street Village, LP; International Speedway Square, Ltd.; Kite Coral Springs, LLC; and Fishers Station Development Co. (the "Landlords") hereby object to the Debtors' Motion For Entry of Order Pursuant to Bankruptcy Code Sections 105, 363 and 365 (I) Assuming the Agency Agreement Among the Debtors, Hilco Merchant

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Resources, LLC and Gordon Brothers Retail Partners, LLC, and (II) Authorizing the Debtors to Continue Agency Agreement Sales Pursuant to Store Closing Agreement (the “Motion”), on the following bases:

The Motion seeks entry of an order authorizing the entry of an order permitting the rejection of certain leases as of the Petition Date. Objectors pray that this Court not enter such an order on a final basis unless and until (1) such order specifies that rejection of any lease shall not be effective as to any particular store unless and until the Debtors have completely vacated the store and until the premises have been made completely available to objectors, including, without limitation, disarming all security systems not under the control of the landlord, and until the Debtors either remove the property of the Debtors from the premises or authorize the landlord to do so on behalf of the Debtors; and, (2) until the Debtors acknowledge their liability for an administrative expense claim for rent and other charges payable by the applicable Debtor under each lease for the post-petition period between the Petition Date and the date of actual complete abandonment and surrender of the premises.

WHEREFORE, the Landlords respectfully request that the Court (1) deny approval of the Motion on a final basis unless the order the Debtors request in the Motion is modified as requested herein; and (2) grant them such further relief as the Court deems just.

Dated: November 20, 2008

CHRISTIAN & BARTON, LLP

By: /s/ Jennifer M. McLemore

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**CERTIFICATE OF SERVICE**

I hereby certify that on the 20<sup>th</sup> day of November, 2008, I caused a copy of the foregoing to be served by electronic means on the “2002” and “Core” lists and through the ECF system.

/s/ Jennifer M. McLemore

Jennifer M. McLemore